

Form MGT 9**EXTRACT OF ANNUAL RETURN****For the Financial Year ended March 31, 2019***{Pursuant to Section 92 (3) of Act and Rule 12 (1) of the Company (Management & Administration) Rules, 2014}***I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L24239MH1987PLC043662
2.	Registration Date	06/08/1987
3.	Name of the Company	FREDUN PHARMACEUTICALS LIMITED
4.	Category/Sub-Category	Company limited by Shares / Indian Non-Government Company
5.	Address of the Registered Office and Contact Details	26, Manoj Industrial Premises, G. D. Ambekar Marg, Wadala Mumbai - 400 031
6.	Whether Listed Company	Yes
7.	Name, Address & Contact details of Registrar & Transfer Agent, if Any.	Purva Sharegistry (India) Pvt. Ltd Unit no.9, Shivshakti Ind. Estt. J. R. Borlcha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E) Mumbai – 400 011 Tel. No.: 022 23018261 / 6761 Email: support@purvashare.com ; busicomp@vsnl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY: (All the Business activities contributing 10% or more of the total turnover of the Company shall be stated)

Sr. No.	Name & Description of main products / services	NIC code of the Product/service	% to the total turnover of the Company
1.	Manufacture of Allopathic Pharmaceuticals preparations	21002	98

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name & Address of the Company	CIN / GLN	Holding/Subsidiary/ Associate	% of Shares held	Applicable Section
1.	N.A.	N.A.	N.A.	N.A.	N.A.

IV. **SHARE HOLDING PATTERN:** (Equity Share Capital Breakup as percentage of Total Equity)(i) **Category-wise Share Holding**

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year i.e. April 1, 2018				No. of Shares held at the end of the year i.e. March 31, 2019				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	Promoters									
(1)	Indian									
a)	Individual /HUF	1751110	100000	1851110	54.04	2076110	0	2076110	52.04	(2.00)
b)	Central Government	0	0	0	0	0	0	0	0	0
c)	State Government	0	0	0	0	0	0	0	0	0
d)	Bodies Corporate	0	0	0	0	0	0	0	0	0
	Banks / FI	0	0	0	0	0	0	0	0	0
	Any other	0	0	0	0	0	0	0	0	0
	Sub-total (A)(1)	1751110	100000	1851110	54.04	2076110	0	2076110	52.04	(2.00)
(2)	Foreign									
a)	NRI- Individual	0	0	0	0	0	0	0	0	0
b)	Other- Individual	0	0	0	0	0	0	0	0	0
c)	Bodies Corporate	0	0	0	0	0	0	0	0	0
d)	Banks / FI	0	0	0	0	0	0	0	0	0
e)	Any other	0	0	0	0	0	0	0	0	0
	Sub-total (A)(2)	0	0	0	0	0	0	0	0	0
	Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	1751110	100000	1851110	54.04	2076110	0	2076110	52.04	(2.00)
B.	Public Shareholding									
(1)	Institutions									
a)	Mutual Funds	0	0	0	0	0	0	0	0	0
b)	Banks / FI	75000	0	75000	2.19	75000	0	75000	1.88	(0.31)

c)	Central Government	0	0	0	0	0	0	0	0	0
d)	State Government	0	0	0	0	0	0	0	0	0
e)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
f)	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
g)	Insurance Companies	0	0	0	0	0	0	0	0	0
h)	FII's	0	67000	67000	1.96	67000	0	67000	1.68	(0.28)
i)	Foreign Portfolio Investor	0	0	0	0	0	0	0	0	0
j)	Others (Specify)	0	0	0	0	0	0	0	0	0
	Sub-total (B)(1)	75000	67000	142000	4.15	142000	0	142000	3.56	(0.59)
(2)	Non-Institutions									
a)	Bodies Corporate									
	i) Indian	0	63000	63000	1.84	79210	15000	94210	2.36	0.52
	ii) Overseas	0	0	0	0	0	0	0	0	0
b)	Individuals									
	i) Individual Shareholder holding nominal Share capital upto Rs. 1 Lakh	124423	245605	370028	10.80	390084	128470	518554	13.00	2.20
	ii) Individual Shareholders holding nominal Share capital in excess of Rs. 1 Lakh	164377	773999	938376	27.40	1084090	0	1084090	27.17	(0.23)
c)	Others (Specify)									
	i) Clearing Members	590	0	590	0.02	1052	0	1052	0.03	0.01

	ii) Hindu Undivided Family	60030	0	60030	1.75	52199	0	52199	1.31	(0.44)
	iii) LLP	0	0	0	0	509	0	509	0.01	0.01
	iv)NRI	0	0	0	0	20910	0	20910	0	0.52
	Sub-total (B)(2): -	349420	1082604	1432024	41.81	1628054	143470	1771524	44.40	2.59
	Total Public Shareholding (B)=(B)(1) + (B)(2)	424420	1149604	1574024	45.96	1770054	143470	1913524	47.96	2.01
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
	Grand Total (A+B+C)	2175530	1249604	3425134	100	3846164	143470	3989634	100	00

(ii) Shareholding of Promoters

Sr. No.	Shareholders Name	No. of Shares held at the beginning of the year i.e. April 1, 2018			No. of Shares held at the end of the year i.e. March 31, 2019			% Change in Share holding during the year
		No. of Share	% of total Shares of the Company	% of Shares Pledge/ encumbered to total Shares	No. of Share	% of total Shares of the Company	% of Shares Pledge/ encumbered to total Shares	
1.	Dr. (Mrs.) Daulat Medhora	13,40,710	39.14	Nil	13,40,710	33.60	Nil	(5.54)
2.	Mr. Nariman Medhora	3,74,300	10.93	Nil	5,75,300	14.42	Nil	3.49
3.	Mr. Fredun Medhora	1,36,100	3.97	Nil	1,60,100	4.01	Nil	0.04
	Total	18,51,110	54.04	Nil	20,76,110	52.04	Nil	(2.00)

(iii) Change in Promoter's Shareholding

Sr. No.	Shareholders Name	Shareholding at the Beginning of the year i.e. April 1, 2018		Cumulative Shareholding during the year i.e. March 31, 2019	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1.	Dr. (Mrs.) Daulat Medhora				
	At the beginning of the year	13,40,710	39.14	13,40,710	39.14
	At the end of the year	13,40,710	39.14	13,40,710	33.60
2.	Mr. Nariman Medhora				
	At the beginning of the year	3,74,300	10.93	3,74,300	9.38

	Allotment of shares on 01.08.2018	-	-	2,01,000	5.04
	At the end of the year	3,74,300	10.93	5,75,300	14.42
3.	Mr. Fredun Medhora				
	At the beginning of the year	1,36,100	3.97	1,36,100	3.41
	Allotment of shares on 01.08.2018	-	-	24,000	0.60
	At the end of the year	1,36,100	3.97	1,60,100	4.01
	Total	18,51,110	54.04	20,76,110	52.04

Note:

The Company had issued 5,64,500 Equity shares of the Company of Face Value Rs. 10/- each on Preferential Basis to the Eligible Investors and to the Promoters of the Company at Rs. 225/- each including premium of Rs 215/- each. The allotment of these shares were done on August 1, 2018.

(iv) **Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs / ADRs)**

Sr. No.	Particulars	Shareholding at the Beginning of the year i.e. April 1, 2018		Cumulative Shareholding during the year i.e. March 31, 2019	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1.	NIKHIL VORA				
	At the beginning of the year	2,33,333	6.81	-	-
	At the end of the year	-	-	2,33,333	5.85
2.	BANK OF INDIA				
	At the beginning of the year	75,000	2.19	-	-
	At the end of the year	-	-	75,000	1.88
3.	INDIA MAX INVESTMENT FUND				
	At the beginning of the year	67,000	1.96	-	-
	At the end of the year	-	-	67,000	1.68
4.	S.S. SEEMA				
	At the beginning of the year	60,000	1.75	-	-
	Bought on 20-07-2018	150	0.00	60,150	1.51
	Sold on 24-08-2018	-150	0.00	60,000	1.50
	At the end of the year	-	-	60,000	1.50
5.	RUDRA MURTHY B. V. *				
	At the beginning of the year	00	0	-	-
	Shares allotted on issuance of Preferential shares of the Company on August 1, 2018	-	-	41,500	1.04
	At the end of the year	-	-	41,500	1.04
6.	URMILADEVI TAPARIA *				
	At the beginning of the year	00	0	-	-
	Shares allotted on issuance of Preferential shares of the Company on August 1, 2018	-	-	40,000	1.00
	At the end of the year	-	-	40,000	1.00

7.	K.R. KARTHIKEYAN				
	At the beginning of the year	40,000	1.17	-	-
	At the end of the year	-	-	40,000	1.00
8.	A. GOTHAMCHAND				
	At the beginning of the year	40,000	1.17	-	-
	At the end of the year	-	-	40,000	1.00
9.	AUTOLEC INTERNATIONAL PVT. LTD.				
	At the beginning of the year	35,000	1.02	-	-
	At the end of the year	-	-		0.88
10.	V. RAJKUMARI				
	At the beginning of the year	33,333	0.97		
	Bought on 27-07-2018	180	0.01	33513	0.84
	Sold on 03-08-2018	-180	-0.01	33333	0.84
	Bought on 10-08-2018	200	0.01	33533	0.84
	Bought on 17-08-2018	180	0.01	33713	0.85
	Bought on 14-09-2018	270	0.01	33983	0.85
	Bought on 28-09-2018	300	0.01	34283	0.86
	Bought on 19-10-2018	9	0.00	34292	0.86
	Sold on 02-11-2018	-9	0.00	34283	0.86
	Bought on 28-12-2018	200	0.01	34483	0.86
	Bought on 04-01-2019	100	0.00	34583	0.87
	Bought on 11-01-2019	523	0.02	35106	0.88
	Bought on 18-01-2019	27	0.00	35133	0.88
	Sold on 25-01-2019	-485	-0.01	34648	0.87
	Sold on 01-02-2019	-323	-0.01	34325	0.86
	Bought on 08-02-2019	250	0.01	34575	0.87
	Bought on 15-02-2019	593	0.02	35168	0.88
	Sold on 22-02-2019	-183	-0.01	34985	0.88
	Sold on 01-03-2019	-300	-0.01	34685	0.87
	Sold on 08-03-2019	-500	-0.01	34185	0.86
	Sold on 22-03-2019	-100	0.00	34085	0.85
	Sold on 29-03-2019	-225	-0.01	33860	0.85
	At the end of the year	-	-	33860	0.85
11.	A. VIMALCHAND #				
	At the beginning of the year	33,333	0.97	-	-
	Bought on 09-11-2018	10	0.00	33343	0.84
	Bought on 30-11-2018	2	0.00	33345	0.84
	Bought on 28-12-2018	98	0.00	33443	0.84
	Bought on 25-01-2019	200	0.01	33643	0.84
	Sold on 08-02-2019	-150	0.00	33493	0.84
	Sold on 15-02-2019	-125	0.00	33368	0.84
	Sold on 22-02-2019	-16	0.00	33352	0.84
	Bought on 01-03-2019	131	0.00	33483	0.84
	Bought on 08-03-2019	558	0.02	34041	0.85
	Sold on 15-03-2019	-306	-0.01	33735	0.85
	Sold on 22-03-2019	-402	-0.01	33333	0.84

	At the end of the year	-	-	33,333	0.84
12.	SUDHABEN MANHARLAL DOSHI #				
	At the beginning of the year	62,000	1.81	-	-
	Sold on 01-06-2018	-50	0.00	61950	1.55
	Sold on 08-06-2018	-2099	-0.06	59851	1.50
	Sold on 15-06-2018	-4000	-0.12	55851	1.40
	Sold on 22-06-2018	-1599	-0.05	54252	1.36
	Sold on 29-06-2018	-1361	-0.04	52891	1.33
	Sold on 30-06-2018	-418	-0.01	52473	1.32
	Sold on 06-07-2018	-988	-0.03	51485	1.29
	Sold on 24-08-2018	-400	-0.01	51085	1.28
	Sold on 31-08-2018	-500	-0.01	50585	1.27
	Sold on 07-09-2018	-399	-0.01	50186	1.26
	Sold on 14-09-2018	-1010	-0.03	49176	1.23
	Sold on 20-09-2018	-1000	-0.03	48176	1.21
	Sold on 28-09-2018	-1201	-0.04	46975	1.18
	Sold on 29-09-2018	-578	-0.02	46397	1.16
	Sold on 05-10-2018	-2246	-0.07	44151	1.11
	Sold on 12-10-2018	-889	-0.03	43262	1.08
	Sold on 19-10-2018	-2500	-0.07	40762	1.02
	Sold on 26-10-2018	-1385	-0.04	39377	0.99
	Sold on 02-11-2018	-4500	-0.13	34877	0.87
	Sold on 09-11-2018	-500	-0.01	34377	0.86
	Sold on 25-01-2019	-425	-0.01	33952	0.85
	Sold on 01-03-2019	-865	-0.03	33087	0.83
	Sold on 08-03-2019	-102	-0.00	32985	0.83
	Sold on 15-03-2019	-500	-0.01	32485	0.81
	Sold on 22-03-2019	-500	-0.01	31985	0.80
	At the end of the year	-	-	31,985	0.80

* Not in the list of Top 10 Shareholders as on April 1, 2018. The same has been reflected above since the Shareholders were one of the Top 10 Shareholders as on March 31, 2019.

Ceased to be in the list of Top 10 Shareholders as on March 31, 2019. The same has been reflected above since the Shareholders were one of the Top 10 Shareholders as on April 1, 2018.

(v) **Shareholding of Directors and Key Managerial Personnel**

Sr. No.	Shareholders Name	Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1.	Dr. (Mrs.) Daulat Medhora				
	At the beginning of the year	13,21,310	39.14	-	-
	At the end of the year	-	-	13,21,310	33.60
2.	Mr. Nariman Medhora				
	At the beginning of the year	3,74,300	10.93	-	-

	Preferential Allotment of shares on 01-08-2018	2,01,000	5.87	5,75,300	14.42
	Sold shares during the year	Nil	Nil	Nil	Nil
	At the end of the year	-	-	5,75,300	14.42
3.	Mr. Fredun Medhora				
	At the beginning of the year	1,36,100	3.97	-	-
	Preferential Allotment of shares on 01-08-2018	24,000	0.70	1,60,100	4.01
	Sold shares during the year	Nil	Nil	Nil	Nil
	At the end of the year	-	-	1,60,100	4.01
4.	Dr. Aspi Raimalwala				
	At the beginning of the year	00	00	-	-
	Preferential Allotment of shares on 01-08-2018	8,000	0.20	8,000	0.20
	Sold shares during the year	Nil	Nil	Nil	Nil
	At the end of the year	-	-	8,000	0.20
5.	Dr. C. K. Shah				
	At the beginning of the year	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil
6.	Dr. Rohinton Kanga				
	At the beginning of the year	500	0.01	-	-
	At the end of the year	-	-	500	0.01
7.	Ms. Priyanka Chaturvedi				
	At the beginning of the year	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding / accrued but not due for payment

Particulars	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	108927326.72	16727813.31	5545039.00	131200179.03
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	108927326.72	16727813.31	5545039.00	131200179.03

Charge in Indebtedness during the financial year				
• Additions	51076206.66	12197549.46	92887.46	63366643.58
• Reduction	0.00	0.00	0.00	0.00
Net Change	51076206.66	12197549.46	92887.46	63366643.58
Indebtedness at the end of the financial year				
i) Principal Amount	160003533.38	28925362.77	5637926.46	194566822.61
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	160003533.38	28925362.77	5637926.46	194566822.61

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sr. No.	Particulars of Remuneration	Daulat Medhora	Fredun Medhora	Nariman Medhora
1.	<u>Gross salary</u>			
	a. Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	12,00,000	24,00,000	13,20,000
	b. Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	c. Profits in lieu of salary u/s 17(3) Income tax Act, 1961	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil
4.	Commission	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil
	Total		49,20,000	
	Ceiling as per the Act – 10% of Net Profits			

B. Remuneration to other Directors

Particulars of Remuneration	Name of Directors		
	Aspi Raimalwala	Chandrakant Shah	Rohinton Kanga
• Fees for attending Board / Committee meetings	3,000 per meeting	3,000 per meeting	3,000 per meeting
• Others, if any	Nil	Nil	Nil

C. Remuneration to Key Managerial Personnel Other than MD / Manager / WTD

Sr. No.	Particulars of Remuneration	Priyanka Chaturvedi (Company Secretary) *
1.	<u>Gross salary</u>	
	a. Salary as per provisions contained in	2,14,200/-

	Section 17(1) of the Income-tax Act, 1961	
	b. Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil
	c. Profits in lieu of salary u/s 17(3) Income tax Act, 1961	Nil
2.	Stock Option	Nil
3.	Sweat Equity	Nil
4.	Commission	Nil
	- as % of profit	Nil
5.	Others, please specify	Nil
	Total	2,14,200/-

*Your Company had appointed Ms. Priyanka Arun Chaturvedi as the Company Secretary & Compliance Officer of the Company w.e.f. September 18, 2018.

D. Penalties / Punishment / Compounding of Offences

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD/ NCLT/ COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

During the year under review the Company had paid penalty of Rs. 1,22,153.60/- (inclusive of GST) due to non compliance of Regulation 33 of the SEBI Listing Regulations, 2015. The Board Meeting of the Company for the approval of the Audited Financial Results for the year ended March 31, 2018 was held on June 18, 2018; i.e., delay of 18 days.

All the necessary submissions in respect to the said matter were made to the BSE Ltd. on timely basis and are available at www.bseindia.com for public review.

**By Order of the Board
For Fredun Pharmaceuticals Limited
Sd/-**

**Daulat Medhora
DIN: 01745277
(Chairperson & Jt. Managing Director)**

**Place: Mumbai
Date: June 10, 2019**